

PATENTS AND PATENT APPLICATIONS ASSIGNMENT

THIS ASSIGNMENT OF PATENTS AND PATENT APPLICATIONS is made as of September 16, 2003, by and between Austin IP Acquisition Corporation, a Delaware corporation ("**Buyer**"), and Interactive Silicon, Inc., a Delaware corporation ("**Seller**," collectively with Buyer, the "**Parties**").

RECITALS:

WHEREAS, Buyer and Seller are parties to that certain Asset Purchase Agreement dated as of September 16, 2003 (the "**Purchase Agreement**"), under the terms of which Seller agrees to transfer, and Buyer agrees to acquire, the Purchased Assets (as such term is defined in the Purchase Agreement); and

WHEREAS, Seller is the owner of certain patents and/or applications protected under U.S. and foreign law, common law, and/or international treaties, where possible, and such patents and/or applications have been listed on Schedule I hereto (the "**Patents**"), which constitute part of the Purchased Assets; and

WHEREAS, pursuant to the Purchase Agreement, Buyer desires to obtain and Seller desires to assign all of Seller's right, title and interest in, to and under said Patents including, but not limited to, the right to recover for past infringement throughout the world;

NOW, THEREFORE, for \$500.00, the receipt and sufficiency of which is hereby acknowledged by Seller pursuant to the Purchase Agreement and other good and valuable consideration, Seller makes the following assignment and agrees as follows:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Seller, Seller hereby sells, conveys, assigns, transfers and delivers to Buyer, its successors and assigns, all of its right, title and interest throughout the world in, to and under the Patents, all common law rights thereto, together with the right to sue and recover damages for future or past infringements thereof and to fully and entirely stand in the place of Seller in all matters related thereto, all subject to the terms and conditions of the Purchase Agreement. Seller agrees to take such further action, at Buyer's expense, and to execute such additional documents as may be necessary to perfect Buyer's title in and to the Patents and all foreign counterparts thereof.

Seller hereby requests the Commissioner of Patents and Trademarks (the "**Commissioner**") to record this Assignment of Patents and Patent Applications to Buyer. Seller hereby further requests the Commissioner to issue any and all rights resulting from applications among the Patents or derived therefrom to Buyer as assignee of the entire interest. Seller hereby covenants that it has

full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment of Patents and Patent Applications to be executed as of the day and year first written above.

INTERACTIVE SILICON, INC.

By: Mary Birnesser

Name: Mary Birnesser

Title: Acting President

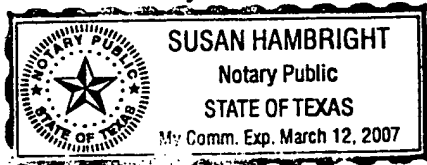
STATE OF TEXAS)

) SS.

COUNTY OF TEXAS

On September 17, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared Mary Birnesser, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the within instrument as the President of Interactive Silicon, Inc. and acknowledged to me that such corporation executed the within instrument pursuant to its bylaws or a resolution of its Board of Directors.

WITNESS my hand and official seal.



[Signature]

[SEAL] Notary Public

My Commission expires on: 3/12/2007

Acknowledged and accepted:

AUSTIN IP ACQUISITION CORPORATION

Name: Kenneth H. Est

Title: President & CEO

SCHEDULE 1
TO
ASSIGNMENTS OF PATENTS
AND PATENT APPLICATIONS
BY
INTERACTIVE SILICON, INC.
TO
AUSTIN IP ACQUISITION CORPORATION

Patents

<u>Title</u>	<u>U.S. Patent No.</u>	<u>Date</u>
MEMORY AND GRAPHICS CONTROLLER WHICH PERFORMS POINTER-BASED DISPLAY LIST VIDEO REFRESH OPERATIONS	5,838,334	November 17, 1998
GRAPHICS SYSTEM INCLUDING A VIRTUAL FRAME BUFFER WHICH STORES VIDEO/PIXEL DATA IN A PLURALITY OF MEMORY AREAS	5,995,120	November 30, 1999
INTEGRATED VIDEO AND MEMORY CONTROLLER WITH DATA PROCESSING AND GRAPHICAL PROCESSING CAPABILITIES	6,002,411	December 14, 1999
VIDEO/GRAPHICS CONTROLLER WHICH PERFORMS POINTER- BASED DISPLAY LIST VIDEO REFRESH OPERATIONS	6,067,098	May 23, 2000
SYSTEM AND METHOD FOR SIMULTANEOUSLY DISPLAYING A PLURALITY OF VIDEO DATA OBJECTS HAVING DIFFERENT BIT PER PIXEL FORMATS	6,108,014	August 22, 2000
PARALLEL DECOMPRESSION AND COMPRESSION SYSTEM AND METHOD FOR IMPROVING STORAGE DENSITY AND ACCESS SPEED FOR NON-VOLATILE MEMORY AND EMBEDDED MEMORY DEVICES	6,145,069	November 7, 2000

SYSTEM AND METHOD FOR MANAGING SYSTEM MEMORY AND/OR NON-VOLATILE MEMORY USING A MEMORY CONTROLLER WITH INTEGRATED COMPRESSION AND DECOMPRESSION CAPABILITIES	6,170,047 B1	January 2, 2001
MEMORY CONTROLLER INCLUDING EMBEDDED DATA COMPRESSION AND DECOMPRESSION ENGINES	6,173,381 B1	January 9, 2001
SYSTEM AND METHOD FOR PERFORMING SCALABLE EMBEDDED PARALLEL DATA COMPRESSION	6,208,273 B1	March 27, 2001
MEMORY CONTROLLER INCLUDING EMBEDDED COMPRESSION / DECOMPRESSION CAPABILITIES FOR IMPROVED DATA ACCESS BETWEEN NON- VOLATILE AND SYSTEM MEMORY	6,370,631 B1	April 9, 2002
GRAPHICS SYSTEM AND METHOD FOR RENDERING INDEPENDENT 2D AND 3D OBJECTS USING POINTER BASED DISPLAY LIST VIDEO REFRESH OPERATIONS	6,518,965 B2	February 11, 2003
PARALLEL COMPRESSION / DECOMPRESSION SYSTEM AND METHOD FOR IMPLEMENTATION OF IN-MEMORY COMPRESSED CACHE IMPROVING STORAGE DENSITY AND ACCESS SPEED FOR INDUSTRY STANDARD MEMORY SUBSYSTEMS AND IN-LINE MEMORY MODULES	6,523,102 B1	February 18, 2003
IMPROVED VIDEO CONTROLLER SYSTEM WITH OBJECT DISPLAY LISTS	6,567,091 B2	May 20, 2003

U.S. Patent Applications

Title	Serial No.	Date
BANDWIDTH REDUCING MEMORY CONTROLLER INCLUDING SCALABLE EMBEDDED PARALLEL DATA COMPRESSION AND DECOMPRESSION ENGINES	09/239,659	01/29/99
SYSTEM AND METHOD FOR PERFORMING SCALABLE EMBEDDED PARALLEL DATA DECOMPRESSION	09/491,343	01/26/00
MEMORY MODULE INCLUDING SCALABLE EMBEDDED PARALLEL DATA COMPRESSION AND DECOMPRESSION ENGINES	09/616,480	07/14/00
SYSTEM AND METHOD FOR PERFORMING SCALABLE EMBEDDED PARALLEL DATA COMPRESSION	09/818,283	03/27/01
SYSTEM AND METHOD FOR PERFORMING SCALABLE EMBEDDED PARALLEL DATA DECOMPRESSION	09/821,785	03/28/01
SYSTEM AND METHOD FOR RECOGNIZING AND CONFIGURING DEVICES EMBEDDED ON MEMORY MODULES	09/840,724	04/23/01
SYSTEM AND METHOD FOR MANAGING COMPRESSION AND DECOMPRESSION OF SYSTEM MEMORY IN A COMPUTER SYSTEM	09/915,751	07/26/01
MEMORY CONTROLLER INCLUDING A HARDWARE COMPRESSION AND DECOMPRESSION ENGINE FOR MANAGING SYSTEM MEMORY	09/963,090	09/25/01

SYSTEM AND METHOD FOR
GENERATING OPTIMALLY
COMPRESSED DATA FROM A
PLURALITY OF DATA
COMPRESSION/DECOMPRESSION
ENGINES IMPLEMENTING
DIFFERENT DATA COMPRESSION
ALGORITHMS

10/044,785

01/11/02

PARALLEL COMPRESSION AND
DECOMPRESSION SYSTEM AND
METHOD HAVING MULTIPLE
PARALLEL COMPRESSION AND
DECOMPRESSION ENGINES

10/044,786

01/11/02

PARALLEL COMPRESSION
METHOD FOR IMPROVING
NETWORK PROCESSING BY
IMPROVING STORAGE DENSITY
AND ACCESS SPEED WITHIN
NETWORK DATA PROCESSING
SWITCHES

10/205,590

07/25/02

MANAGING A CODEC ENGINE FOR
MEMORY COMPRESSION /
DECOMPRESSION OPERATIONS
USING A DATA MOVEMENT
ENGINE

10/227,607

08/23/02

International Patent Applications

Title

Serial No.

Date

SYSTEM AND METHOD FOR
PERFORMING SCALABLE
EMBEDDED PARALLEL DATA
COMPRESSION AND
DECOMPRESSION

PCT/US00/02355

1/27/00

SYSTEM AND METHOD FOR
PERFORMING SCALABLE
EMBEDDED PARALLEL DATA
COMPRESSION

00905859.5

8/28/01

SYSTEM AND METHOD FOR
PERFORMING SCALABLE
EMBEDDED PARALLEL DATA
DECOMPRESSION

01119753.0

8/28/01

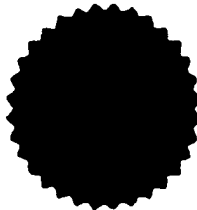
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AUSTIN IP ACQUISITION CORPORATION", CHANGING ITS NAME FROM "AUSTIN IP ACQUISITION CORPORATION" TO "QUICKSHIFT, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2003, AT 8:39 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3689015 0100

AUTHENTICATION: 2751910

030723615

DATE: 11-17-03

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION OF
AUSTIN IP ACQUISITION CORPORATION**

Austin IP Acquisition Corporation, a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

A. The name of the corporation is Austin IP Acquisition Corporation. The corporation's original Certificate of Incorporation was filed with the Delaware Secretary of State on August 4, 2003.

B. This Certificate of Amendment was duly adopted by the corporation's directors and stockholders in accordance with the applicable provisions of Sections 228 and 243 of the Delaware General Corporation Law.

C. The Certificate of Incorporation, as heretofore amended, is hereby further amended by changing Article I so that, as amended, Article I shall be and read as follows:

"The name of this corporation is QuickShift, Inc."

IN WITNESS WHEREOF, the corporation has caused this Certificate to be signed by Kenneth H. East, its President and Chief Executive Officer, this 24th day of October, 2003.

AUSTIN IP ACQUISITION CORPORATION



Kenneth H. East, President and Chief Executive Officer